

HARVEST BOARD OF DIRECTORS MEETING MINUTES—JULY 11 MEMBER SESSION

Attending: Marc Cutler, Operations Manager, Dwayne Desaulniers, Kashif Ul-Hoda, Meghan Strauchon, Ellen Dickenson, Lydia Peabody, Hunter Gates, Mike St. Clair, General Manager (on telephone), Diane Simpson, Board Administrator. (Hunter not present for the first two votes).

Absent: Corie Scibelli

The meeting started at 6:39 p.m.

Guests: Maggie Cohn, Phil Messier, Mark Belzowski, Theresa Strachila, Gordon Williams, R. Wayne Clark, Adam Frost.

The votes were recorded in this order: For, Against, Abstaining.

Lydia reviewed the ground rules for the meeting, then described the Startup Institute for the guests in attendance.

Minutes

The Board reviewed the minutes. No changes were made.

Five members of the Board were in attendance for the following two votes.

Motion: Approve the June member minutes. The motion was moved and seconded.
Approved 5-0-0

Bylaw changes

Nominations bylaw change. Meghan read the old bylaw and proposed bylaw change out loud. Only the number of days changed. (45 to 30)

Motion: Approve the new bylaw. The motion was moved and seconded. Approved 5-0-0.

Board Perpetuation Discussion

Tabling schedule? Monthly tabling will be done. Marc suggested the second Wednesday.

ACTION ITEM Meghan to email everyone to set up tabling dates.

Hunter arrived at 6:57 p.m. From this point there were six directors present for the votes.

ACTION ITEM Meghan to ask David Price if he has recommendations for Board members from the Bartlett Square area. Meghan also to follow up with David Price and Corie about potential contacts.

Personnel Changes

Corie resignation. Megan outlined the situation and reported that she has not heard back. One director was concerned that a 3-year term is too much. The directors discussed the commitment with the potential directors present and asked to hear their opinions. Most people seemed to think a 3-year term was ok. Maggie thought shorter terms would be possible if there were other committees that potential Board members could serve on before becoming directors. That is also a way to lighten the load of the Board, by asking these members to take on certain tasks. Is there a committee that would serve that need at the moment? MSCC is dormant. This idea will go into the parking lot.

Motion: Accept Corie Scibelli's resignation from the Board. The motion was moved and seconded. Approved 6-0-0.

Motion: Elect Dwayne Desaulniers Secretary. The motion was moved and seconded. Approved 5-0-1.

Elections

Online Voting

Kashif: online voting was accepted 10 yrs ago but was not adopted. It costs \$200-\$2,000 depending on number of positions, number of voters, length of elections. There would still be a paper ballot but online voting would make voting easier for people who can't get back to the store in time to vote.

Some examples of online voting websites:

Openvote.com

Electionbuddy.com

A member voiced opposition to the idea of online voting. He thought making people come to the store to vote was a better plan. It was pointed out that most members in the survey wanted to communicate with the Board via email.

ACTION ITEM Dwayne will work with Kashif on the online voting item.

Question: Is the Board filtering people out with such a wordy packet? Some people thought so.

Comment: Attending a Board meeting before running for election should be added to the next packet.

The Board will double-check the timeline in the election packet before voting to approve it.

A member pointed out that the bylaws on the website say that voting starts at the Annual Meeting.

ACTION ITEM Diane to email Chris Durkin an updated copy of the bylaws.

Deadline for comments on election packet: one week.

ACTION ITEM Kashif to follow-up on implementing the changes to the election packet.

Global Ends

Meghan explained the process to date. The Global Ends committee is going to get data from the employees and ask how Harvest is progressing on the Global End pertaining to employees. The will figure out the best way (with Mike and Marc) to get ALL the data on how employees in an organized and thoughtful manner. A guest wanted to know how they could do this without this employees' opinions getting back to the managers. Meghan replied that the committee was in the process of figuring out how the feedback system would work. In response to a question about why something could not be discussed in detail at the Board meeting, Lydia explained that the Board does the majority of its work in committees, and the Board meeting has limited time for discussion.

ACTION ITEM Meghan will talk to Adam after the meeting.

Member Engagement

This committee is in limbo now because Corie is no longer here.

Kashif gave an introduction to the committee and reviewed the committee charter. His committee was supposed to merge with member engagement. (Charter is on p. 16 of the packet.) Adam volunteered to reach out to members. Ellen suggested adding “volunteer opportunities” to the charter. Is there a budget?

ACTION ITEM Ellen to talk to Kashif after the meeting about the budget for the member engagement committee.

Kashif to chair this committee. Hunter will participate. A guest suggested having more goals for the committee. A potential goal: increase membership. Another potential goal: Increase participation in elections. Dwayne offered to help with this committee.

ACTION ITEM Kashif to update the charter of the member engagement committee with the new information from the Board members (which is due in one week).

Bartlett Square Project Update

Last month the board voted to approve having the management team reviewing a lease. Ellen said the co-op is on a good trajectory now. Double revenues predicted with the addition of a third store. A guest asked about the consultant reports. No info at present on whether the consultants want those made public, and Ellen might be looking into this. The lease is being reviewed and then the Board will launch a member drive. What is the construction timeline? Probably mid-year 2018. CDS member loan campaign talk. Dwayne: we had a great consultation with CDS. He outlined the gist of the meeting for the guests in attendance. Maggie explained that there are investors looking into loaning money to Nuestra Comunidad. Maggie Cohn would like to continue to get updates from the Board. Marc was at the neighborhood meeting with the residents. Corie was going to develop a timeline so now the Finance Committee will look into doing this instead.

A member objected to the lease being signed without it having been seen first by the members.

A director explained that the members overwhelmingly said they wanted to communicate with the Board via email at the annual meeting.

ACTION ITEM Kashif to meet with Adam.

Board Monitoring

Officers Roles

The questions that directors had were mostly about the difference between the Secretary’s role and the Board Administrator’s role.

A member suggested having a member volunteer journalist write about what happened at the Board meeting. The member engagement committee agreed to see if they can implement this idea.

Guest: There is an archive of the board minutes but not the board packets.

Motion: Approve the Board Monitoring survey, C6: Officers Roles. The motion was moved and seconded. Approved 6-0-0.

Motion: Close the meeting. The motion was moved and seconded. Approved 6-0-0.

The member meeting closed at 8:10 p.m.